

BEFORE
THE PUBLIC SERVICE COMMISSION OF
SOUTH CAROLINA
DOCKET NO.2000-497-C - ORDER NO. 2000-1008
DECEMBER 14, 2000

IN RE:	Joint Application of DURO Communications)	ORDER GRANTING
	Corp., OptiLink Communications, Inc. and)	REQUEST FOR
	Alec, Inc. for Approval of a Reorganization)	EXPEDITED REVIEW
	and Merger)	AND APPROVAL OF
)	MERGER

This matter comes before the Public Service Commission of South Carolina (the Commission) on the Application of DURO Communications Corporation (DURO), OptiLink Communications, Inc. (OptiLink) and ALEC, Inc. (ALEC) (collectively known as the companies) for approval of a reorganization and merger. OptiLink, a certified carrier in South Carolina and a subsidiary of DURO, will be merged with ALEC, which will be the surviving subsidiary of DURO. ALEC will provide telecommunications services. This is a reorganizational transaction between affiliated entities.

Pursuant to the instructions of the Executive Director, a Notice of Filing describing the transaction was to be published in a newspaper of general circulation one time in order to inform the public of the proposal. The companies filed an affidavit to show that the instructions of the Commission's Executive Director had been followed. No Protests or Petitions to Intervene were received.

Accordingly, the companies request expedited review, and have prefiled testimony in support of the merger proposal. Due to the fact that no Protests or Petitions to Intervene were received, we grant the request for expedited review, and hold that our Tuesday agenda session where this matter was considered shall constitute the hearing. The companies provided the verified testimony of Richard W. Gourley to support their Application.

Gourley is employed by DURO Communications Corporation as Vice President, CLEC Operations. DURO is an internet service provider that has acquired the stock of regulated telecommunications carriers in connections with its ISP acquisitions. DURO owns the stock of OptiLink. DURO seeks approval of the consolidation of OptiLink and ALEC through a merger by merging OptiLink into ALEC, whereby ALEC will be the surviving corporation of the merger. All of the assets of every kind and description of OptiLink will be merged into and conveyed to ALEC. The separate corporate existence of OptiLink will thereupon cease following the merger. ALEC will incorporate OptiLink's service offerings in South Carolina. Further, according to Gourley, upon approval of this transaction, ALEC will file tariffs which incorporate OptiLink's service offerings in South Carolina, thereby enabling OptiLink's customers to obtain service from ALEC under the same terms and conditions that OptiLink's customers purchased such services.

We have examined the proposed transaction, and have concluded that it is fair and reasonable. We therefore approve the transaction as filed, and hold that the name of the certificated company shall be ALEC upon completion of the merger, and that ALEC shall


provide the Commission with tariffs incorporating OptiLink's services at that time, which also shall contain the new name of the company.

This Order shall remain in full force and effect until further Order of the Commission.

BY ORDER OF THE COMMISSION:


Chairman

ATTEST:


Executive Director

(SEAL)